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OF COUNSEL
URBAN A. LESTER

May 8, 1996

18344-E
MAY 14 1996 12 00 PM

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Bill of Sale and Partial Release, dated February 2, 1996, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to the Trust Indenture which was previously filed with the Commission under Recordation Number 18344.

The names and addresses of the parties to the enclosed document are:

Seller (Lessor): Wilmington Trust Company
Rodney Square North
1100 North Market Street
Wilmington, Delaware 19890

Buyer (Lessee): General American Transportation Corporation
120 South Riverside Plaza
Chicago, Illinois 60606

Indenture Trustee: The First National Bank of Chicago
One First National Plaza, Suite 0126
Chicago, Illinois 60670

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Owner Trustee: Wilmington Trust Company
Rodney Square North
1100 North Market Street
Wilmington, Delaware 19890

A description of the railroad equipment covered by the enclosed document is:

three (3) railcars GATX 09092, GATX 09331 and GPFX 10352 (casualties)

Also enclosed is a check in the amount of \$21.00 payable to the order of the
Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/bg
Enclosures

Bill of Sale and Partial Release

18344-E
MAY 14 1996 12 05 PM

The Wilmington Trust Company, not in its individual capacity, but solely as Trustee under GATC Trust 93-1A (the "Lessor") under an Equipment Lease Agreement (GATC Trust 93-1A) dated as of July 21, 1993 (the "Lease") between the Lessor and General American Transportation Corporation (the "Lessee"), does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcars designated as GATX 09092, GATX 09331 and GPFX 10352 (the "Units") "as is", "where is", without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Units and the obligation of the Lessee to pay rent for such Units under the Lease has terminated. The Lease and Lease Supplement No. 1 were recorded with the Interstate Commerce Commission on July 29, 1993 and received recordation numbers 18345-A and 18345-C, respectively.

18344- 18344-

The First National Bank of Chicago, as trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 93-1A) dated as of July 21, 1993 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Indenture and hereby acknowledges that the Units are no longer subject to the Lease. The Indenture and Supplement No. 1 thereto were recorded with the Interstate Commerce Commission on July 29, 1993 and received recordation numbers 18344 and 18344-B, respectively.

Dated: February 2, 1996

The Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee

By: 

Title: EDWARD L. TRUTT, JR.

Financial Services Officer

The First National Bank of Chicago, as Indenture Trustee

By: _____

Title: _____

Bill of Sale and Partial Release

The Wilmington Trust Company, not in its individual capacity, but solely as Trustee under GATC Trust 93-1A (the "Lessor") under an Equipment Lease Agreement (GATC Trust 93-1A) dated as of July 21, 1993 (the "Lease") between the Lessor and General American Transportation Corporation (the "Lessee"), does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcars designated as GATX 09092, GATX 09331 and GPFX 10352 (the "Units") "as is", "where is", without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Units and the obligation of the Lessee to pay rent for such Units under the Lease has terminated. The Lease and Lease Supplement No. 1 were recorded with the Interstate Commerce Commission on July 29, 1993 and received recordation numbers 18345-A and 18345-C, respectively.

The First National Bank of Chicago, as trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 93-1A) dated as of July 21, 1993 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Indenture and hereby acknowledges that the Units are no longer subject to the Lease. The Indenture and Supplement No. 1 thereto were recorded with the Interstate Commerce Commission on July 29, 1993 and received recordation numbers 18344 and 18344-B, respectively.

Dated: February __, 1996

The Wilmington Trust Company, not in its individual capacity, but solely as
Owner Trustee

By: _____
Title: _____

The First National Bank of Chicago, as
Indenture Trustee

By: [Signature]
Title: Trust Officer